

**United States Bankruptcy Court
Southern District of New York**

In re: Lehman Brothers Holdings, Inc. et al.

Case No. 08-13555 (JMP) (Jointly Administered)

TRANSFER OF CLAIMS OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001 (e) (2), Fed. R. Bankr. Procedure, of the transfer, other than for security, of the claim referenced in this evidence and notice.

Stonehill Institutional Partners, L.P.

Name of Transferee

Stonehill Offshore Partners Limited

Name of Transferor

Name and Address where notices to transferee should be sent:

Court Claim # (if known): 19905.01 (Allowed Portion Only)

Stonehill Institutional Partners, L.P.
c/o Stonehill Capital Management, LLC
885 Third Avenue, 30th Floor
New York, New York 10022
Attention: Steven D. Nelson
Telephone: 212-739-7470
Fax: 212-838-2291
Email: snelson@stonehillcap.com/
ops@stonehillcap.com

Amount of Claim: \$11,205,000.00

Date Claim Filed: September 21, 2009

Phone:

Last Four Digits of Acct. #: N/A

Last Four Digits of Acct. #: N/A

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

STONEHILL INSTITUTIONAL PARTNERS, L.P.

By: Stonehill Capital Management, LLC,
its Investment Adviser

By: 

Name: Paul Malek

Title: Authorized Signatory

Date: August 27, 2012

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

EVIDENCE OF TRANSFER OF CLAIM

TO: United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), Attn: Clerk

AND TO: Lehman Brothers Special Financing Inc. (the "Debtor")
Case No. 08-13555 (JMP) (Jointly Administered) (the "Case")

STONEHILL OFFSHORE PARTNERS LIMITED and its successors and assigns ("Transferor"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, does hereby certify that it has unconditionally and irrevocably transferred and assigned unto:

STONEHILL INSTITUTIONAL PARTNERS, L.P.
c/o Stonehill Capital Management LLC
885 Third Ave., 30th Floor
New York, NY 10022
Attn: Steven Nelson; email: snelson@stonehillcap.com

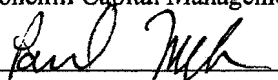
and its successors and assigns ("Transferee"), all right, title and interest in and to **Proof of Claim Number 19905.01**, solely to the extent of the Allowed portion of such claim in the amount of \$11,205,000.00 (the "Claim") against Debtor in the Case in the Bankruptcy Court, or any other court with jurisdiction over the bankruptcy proceedings of the Debtor.

Transferor hereby waives any objection to the transfer of the Claim to Transferee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Transferor acknowledges and understands, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Transferor transferring to Transferee the Claim and recognizing the Transferee as the sole owner and holder of the Claim.

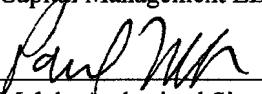
You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Claim to Transferee.

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Partial Transfer of Claim by its duly authorized representatives dated August 27, 2012.

STONEHILL OFFSHORE PARTNERS LIMITED
By Stonehill Capital Management LLC, its investment adviser

By: 
Paul Malek, Authorized Signatory

STONEHILL INSTITUTIONAL PARTNERS, L.P.
By Stonehill Capital Management LLC, its investment adviser

By: 
Paul Malek, Authorized Signatory